

No. 9-270A010

Date SEP 27 1979

Fee \$ 20.00

ICC Washington, D. C.

LAW OFFICES

CONNER, MOORE & CORBER

1747 PENNSYLVANIA AVENUE, N. W.

WASHINGTON, D. C. 20006

RECORDATION NO. 10844-E Filed 1425

SEP 27 1979 - 8 35 AM

INTERSTATE COMMERCE COMMISSION

(202) 833-3500

ROBERT J. CORBER

CABLE ADDRESS: ATOMLAW

Ms. Agatha L. Mergenovich  
INTERSTATE COMMERCE COMMISSION  
Office of the Secretary - Room 2209  
Washington, D. C. 20423

RECORDATION NO. 10844-F Filed 1425

SEP 27 1979 - 8 35 AM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Mergenovich:

Enclosed for filing and recordation pursuant to former section 20c of the Interstate Commerce Act, 49 USC §11303, are two documents relating to the railroad equipment described and marked in accordance with the attached Schedule A.

1. Amendment Agreement dated as of September 24, 1979 between Brae Corporation and American Grain and Related Industries.
2. Amendment to Railroad Car Lease Agreement dated as of September 24, 1979 between Brae Corporation and American Grain and Related Industries.

The names and addresses of the parties to the transactions evidenced by the foregoing documents are as follows:

1. Amendment Agreement between Brae Corporation and American Grain and Related Industries
  - a. Lessor - Assignor: Brae Corporation  
Three Embarcadero Center -  
Suite 1760  
San Francisco, CA 94111
  - b. Lessee: Warrenton Railroad  
Post Office Box 518  
Warrenton, NC 27519
  - c. Assignee: American Grain and Related Industries  
1501 42nd Street  
2 Corporate Place  
West Des Moines, IA 50265
2. Amendment to Railroad Car Lease Agreement between Brae Corporation and American Grain and Related Industries
  - a. Lessor: Brae Corporation  
Three Embarcadero Center -  
Suite 1760

FILED  
SEP 27 3 30 PM '79  
FBI - SEATTLE

*Conley*  
*Donald / Balley*

September 26, 1979

San Francisco, CA 94111

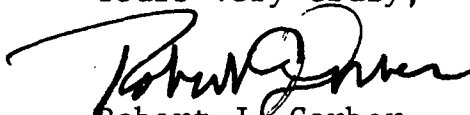
b. Lessee:

American Grain and Related  
Industries  
1501 42nd Street  
2 Corporate Place  
West Des Moines, IA 40265

Please file and record the enclosed documents. The document titled "Amendment Agreement" is a supplement to the Agreement previously recorded and assigned recordation number 10844-A. The document titled "Amendment to Railroad Car Lease Agreement" is a supplement to the Railroad Car Lease Agreement previously recorded under number 10844-B. It is requested that the enclosed documents be assigned letters under the primary number of 10844. It is believed that the appropriate letters would be E and F, respectively. It is further requested that these documents be indexed in accordance with the names of the parties to the transactions as stated above. Enclosed is a check payable to the Interstate Commerce Commission in the amount of \$20, the prescribed fee for filing and recordation of the enclosed documents.

Please return to the person presenting this letter your letter confirming such filing and recordation, the fee receipt thereof and all copies of the enclosed documents not required for filing.

Yours very truly,



Robert J. Corber

mbm

Enclosures

AMENDMENT

to

RAILROAD CAR LEASE AGREEMENT

RECORDATION NO. 10844-F Filed 1428

SEP 27 1979 - 8 55 AM

INTERSTATE COMMERCE COMMISSION

THIS AMENDMENT to RAILROAD CAR LEASE AGREEMENT dated as of September 24, 1979 (the "Amendment"), by and between BRAE CORPORATION ("BRAE"), a Delaware corporation, and AMERICAN GRAIN AND RELATED INDUSTRIES (a Farmer-owned Cooperative hereinafter "AGRI"), an Iowa corporation.

WITNESSETH:

WHEREAS, BRAE and AGRI entered into a Railroad Car Lease Agreement dated July 20, 1979 (the "Agreement"), wherein BRAE, upon the occurrence of certain events, would lease to AGRI 100 covered hopper cars (the "Cars") described in the Rider attached thereto;

WHEREAS, BRAE desires to lease an additional 20 covered hopper Cars (the "Additional Cars") to AGRI and AGRI desires to lease such Additional Cars from BRAE under the same terms and conditions set forth in the Agreement; and

WHEREAS, BRAE and AGRI desire to amend the Agreement so as to include the additional Cars and increase the number of Cars to be leased to AGRI to a total of 120;

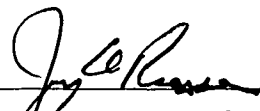
NOW THEREFORE, in consideration of premises set forth below and other good and valuable consideration, the parties hereto agree as follows:

1. The Rider attached to the Agreement is hereby deleted in its entirety and Rider Number Two is substituted therefor.

2. Except as amended hereby, the terms and conditions of the Agreement shall remain in full force and effect according to the terms thereof.

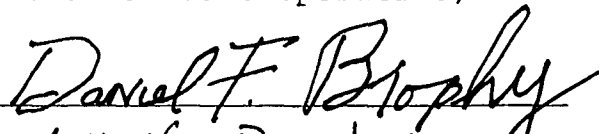
IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their duly authorized officers as of the date first above written.

BRAE CORPORATION

By   
Title Vice - President

AMERICAN GRAIN AND  
RELATED INDUSTRIES

(a Farmer-owned Cooperative)

By   
Title Ass't. Vice President

RIDER NUMBER TWO

This Rider shall be attached to and forms a part of the Amendment to Railroad Car Lease Agreement dated September 24, 1979, by and between American Grain and Related Industries (a Farmer-owned Cooperative) and Brae Corporation.

<u>Quantity</u>	<u>Description</u>	<u>Capacity, Each</u>	<u>Fixed Rental, Each</u>
120	Covered Hoppers	4650 Cubic Feet	\$494 per month

With respect to the cars covered by this Rider, it is hereby agreed that:

This Railroad Car Lease Agreement shall become effective upon the Effective Date and shall expire upon the then scheduled expiration date listed in Paragraph 4 of the Use Agreement referred to in the recital to the Lease. At the time of delivery, Lessor and Lessee agree to execute Rider No. Three to this Railroad Car Lease agreement which shall include the exact dates of the term of this Lease.

The redelivery point for the cars pursuant to Paragraph 25 of the Lease is Des Moines, Iowa.

All other terms and conditions of the Lease shall remain unchanged.

Executed this 24th day of September, 1979, by the duly authorized representatives of the parties hereto.

AMERICAN GRAIN AND RELATED  
INDUSTRIES  
(a Farmer-owned Cooperative),  
Lessee

By David F. Boppy  
Asst. Vice President

ATTEST:

\_\_\_\_\_  
Assistant Secretary-Treasurer

BRAE CORPORATION, Lessor

By J. A. Brae

ATTEST:

Ernest I. Brae  
Assistant Secretary